

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Lehman Brothers Holdings Inc., et al.

Debtors.

)
) Chapter 11
)
) Case No. 08-13555 (JMP)
)
) Jointly Administered
)

Proof of Claim No.: **15922**

Date Proof of Claim Filed: **09/17/09**

Amount of Claim Transferred: **\$8,137,000.00**

**NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY
PURSUANT TO FRBP RULE 3001(e)(2)**

TO: TRANSFEROR: GOLDMAN SACHS LENDING PARTNERS LLC
200 West Street
New York, NY 10282-2198
Telephone: 212-934-3921
Facsimile: 646-769-7700

PLEASE TAKE NOTICE of the transfer of all right, title and interest in Claim No. **15922** against Lehman Brothers Holdings Inc. in the amount of **\$8,137,000.00** as evidenced by the attached Evidence of Transfer of Claim to:

TRANSFeree: WATERSTONE MARKET NEUTRAL MASTER FUND, LTD.
c/o Waterstone Capital Management, LP
2 Carlson Parkway, Suite 260
Plymouth, MN 55447
Attention: Vincent Conley
Telephone: 952-697-4127
E-mail: vconley@wscm.net

No action is required if you do not object to the transfer of the claim as described above. **IF YOU OBJECT TO THE TRANSFER OF THE TRANSFERRED CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:**

- FILE A WRITTEN OBJECTION TO THE TRANSFER WITH THE COURT
- SEND A COPY OF YOUR OBJECTION TO THE TRANSFeree
- IF YOU FILE AN OBJECTION, A HEARING WILL BE SCHEDULED
- IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFeree WILL BE SUBSTITUTED FOR THE TRANSFEROR ON OUR RECORDS AS A CLAIMANT IN THIS PROCEEDING

Clerk of the Court

B 210A (Form 210A) (12/09)

United States Bankruptcy Court

Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Waterstone Market Neutral Master Fund, Ltd
Name of Transferee

GOLDMAN SACHS LENDING PARTNERS LLC
Name of Transferor

Name and Address where notices to transferee should be sent:

Waterstone Market Neutral Master Fund, Ltd.
c/o Waterstone Capital Management, LP
2 Carlson Parkway, Suite 260
Plymouth, MN 55447
Attn: Vincent Conley

Court Claim # (if known): 15922
Amount of Claim Transferred: \$8,137,000.00
Date Claim Filed: September 17, 2009
Debtor: Lehman Brothers Holdings Inc.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.


WATERSTONE MARKET NEUTRAL MASTER FUND, LTD

By: Waterstone Capital Management, L.P.

By:  _____
Transferee/Transferee's Agent

Date: 6/28/12

Penalty for false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

 Jeffrey C. Erb
General Counsel

Acknowledged and Agreed:

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

WATERSTONE MARKET NEUTRAL MASTER FUND, LTD
By: Waterstone Capital Management, L.P.

By: _____
Transferee/Transferee's Agent

Date: _____

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Acknowledged and Agreed:

GOLDMAN SACHS LENDING PARTNERS LLC

By:  _____

Michelle Latzoni
Authorized Signatory